

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION

HIGHER EDUCATION LOAN AUTHORITY
OF THE STATE OF MISSOURI,

Plaintiff,

v.

WELLS FARGO BANK, N.A.; WACHOVIA
BANK, N.A. n/k/a WELLS FARGO BANK,
N.A.; and WACHOVIA SECURITIES, LLC
n/k/a WELLS FARGO ADVISORS, LLC,

Defendants.

Case No. 4:10-CV-01230 (JAR)

WACHOVIA BANK, N.A. n/k/a WELLS
FARGO BANK, N.A.; and WACHOVIA
SECURITIES, LLC n/k/a WELLS FARGO
ADVISORS, LLC,

Third-Party Plaintiffs,

v.

DEPFA BANK PLC,

Third-Party Defendant.

**DECLARATION OF RUDOLPH A. TELSCHER, JR. IN SUPPORT OF DEFPFA BANK
PLC'S MOTION TO DISMISS THE THIRD-PARTY COMPLAINT**

Rudolph A. Telscher, Jr. declares under penalty of perjury under the laws of the United States of America that the following is true and correct:

1. I am a member of the firm Harness Dickey & Pierce, PLC, co-counsel for third-party defendant DEPFA BANK plc ("DEPFA") in this action. I submit this declaration in support of DEPFA's motion, pursuant to Rules 12(b)(6) and 12(b)(2) of the Federal Rules of

Civil Procedure, to dismiss the third-party complaint filed on January 23, 2012 (Dkt. No. 76) by third-party plaintiffs Wachovia Bank, N.A. (n/k/a Wells Fargo Bank, N.A.) and Wachovia Securities, LLC's (n/k/a Wells Fargo Advisors, LLC).

2. Attached hereto as **Exhibit 1** is a true and correct copy of the Standby Bond Purchase Agreement, dated as of November 1, 2005, among the Higher Education Loan Authority of the State of Missouri ("MOHELA"), Wells Fargo Bank, N.A., as Trustee ("Wells Fargo"), and DEPFA.

3. Attached hereto as **Exhibit 2** is a true and correct copy of the Remarketing Agreement, dated as of November 1, 2005, between MOHELA and A.G. Edwards & Sons, Inc.

Dated: March 26, 2012



Rudolph A. Telscher, Jr.